MASON KATHLEEN

Form 4

November 16, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

Expires:

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 January 31, 2005

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Estimated average burden hours per response... 0.5

OMB APPROVAL

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * MASON KATHLEEN			2. Issuer Name and Ticker or Trading Symbol TUESDAY MORNING CORP/DE [TUES]					5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last)	(First) (M		3. Date of (Month/D		iest Transaction			X Director X Officer (give	e titleOthe	Owner er (specify	
6250 LBJ FREEWAY			11/14/2011					below) below) Chief Executive Officer			
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)					Applicable Line)			
							X Form filed by One Reporting Person Form filed by More than One Reporting				
DALLAS, T	X /5240							Person			
(City)	(State)	Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deem	ned	3.	4. Securit	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of	
Security (Month/Day/Year) Executio			on Date, if Transaction(A) or Disposed of (D)					Securities	Form: Direct	Indirect	
(Instr. 3) any				Code				Beneficially	(D) or	Beneficial	
		(Month/D	ay/Year)	(Instr. 8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
								Reported	(IIISII. 4)	(IIISII. 4)	
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common					44,235	(D)	\$				
Stock	11/14/2011			F	(1)	D	φ 3 56	439,515	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

3.56

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(1)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. orNumber	6. Date Exerc Expiration Da		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monun Day/ Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Under Securi	lying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner France / Francess	Director	10% Owner	Officer	Other				
MASON KATHLEEN 6250 LBJ FREEWAY DALLAS, TX 75240	X		Chief Executive Officer					

Signatures

By: Brian Monahan For: Kathleen
Mason

11/16/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares withheld in an amount sufficient to satisfy tax liability incurred upon the vesting of shares of restricted stock on November 14, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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